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1300 I STREET, N.W.
WASHINGTON, D.C. 20005

01074-0115-01



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RECORDATION DATE: 11/07/1997

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BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:
VARNEY, MICHAEL D.

DOC DATE: 09/30/1997

ASSIGNOR:
ROMINES, WILLIAM H.

DOC DATE: 09/30/1997

ASSIGNOR:
PALMER, CYNTHIA L.

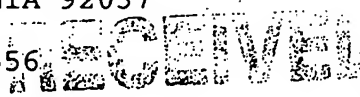
DOC DATE: 10/01/1997

ASSIGNOR:
DEAL, JUDITH G.

DOC DATE: 09/30/1997

ASSIGNEE:
AGOURON PHARMACEUTICALS, INC.
10350 NORTH TORREY PINES ROAD
LA JOLLA, CALIFORNIA 92037

SERIAL NUMBER: 08448556
PATENT NUMBER:



FILING DATE: 06/07/1995
ISSUE DATE:

JAN 02 1998

JAN 2 1998

FINNEGAN HENDERSON, FARABOW,
GARRETT AND DUNN, LLP

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8785/0943 PAGE 2

SERIAL NUMBER: 08449602
PATENT NUMBER:

FILING DATE: 05/24/1995
ISSUE DATE:

MAYA BENNETT, EXAMINER
ASSIGNMENT DIVISION
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11-13-1997

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MRD 11-7-97

To the Honorable Commission of Patents and Trademarks:
Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Michael D. VARNEY, William H. ROMINES, Cynthia L. PALMER, and Judith G. DEAL</p> <p>Additional name(s) of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date(s): September 30, 1997, September 30, 1997, October 1, 1997, and September 30, 1997, respectively</p>	<p>2. Name and address of receiving party(ies): Name: AGOURON PHARMACEUTICALS, INC.</p> <p>Internal Address:</p> <p>Street Address: 10350 North Torrey Pines Road</p> <p>City/State/Zip: La Jolla, CA 92037</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>4. Application number(s) or patent number(s):</p> <p>If this document is being filed together with a new application, the execution date of the application is: (Date) _____</p> <p>A. Patent Application No.(s) B. Patent No.(s) 08/448,556; and 08/449,602;</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Finnegan, Henderson, Farabow, Garrett & Dunner</u> <u>1300 I Street, N.W.</u></p> <p>City/State/Zip: <u>Washington, D.C. 20005</u></p> <p>Attorney Docket No.: 01074.0115-01</p>	<p>6. Total number of applications and patents involved (number) <u>2</u></p> <p>7. Total fee (37 CFR 3.41): \$ <u>80.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Charge to deposit account <input type="checkbox"/> Other: <input checked="" type="checkbox"/> Please charge any additional fees or credit overpayment to Deposit Account No. 06-0916</p> <p>8. Deposit account number: <u>06-0916</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p>DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature.</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</p> <p><u>William F. Rauchholz</u> <u>Will. F. Rauchholz</u> <u>November 7, 1997</u> Name of Person Signing Signature Date</p> <p>Registration No.: <u>34,701</u> Total number of pages (including cover sheet): <u>4</u></p>	

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ASSIGNMENT

WHEREAS we, the below named inventors (hereinafter referred to as "ASSIGNORS"), have made an invention entitled:

**ANTIPROLIFERATIVE SUBSTITUTED 5-THIAPYRIMIDINONE AND
5-SELENOPYRIMIDINONE COMPOUNDS**

for which we filed an application for United States Letters Patent on June 7, 1995
(Serial No. 08/448,556);

WHEREAS we, ASSIGNORS, have further made an invention entitled:

**ANTIPROLIFERATIVE SUBSTITUTED 5-THIAPYRIMIDINONE AND
5-SELENOPYRIMIDINONE COMPOUNDS**

for which we filed an application for United States Letters Patent on May 24, 1995 (Serial No. 08/449,602);

WHEREAS we, ASSIGNORS, have further made an invention entitled:

**ANTIPROLIFERATIVE SUBSTITUTED 5-THIAPYRIMIDINONE AND
5-SELENOPYRIMIDINONE COMPOUNDS**

for which we filed a PCT patent application on December 10, 1993 (Application No. PCT/US93/11795); and

WHEREAS, AGOURON PHARMACEUTICALS, INC., a corporation of California, whose post office address is 10350 North Torrey Pines Road, La Jolla, CA 92037, (hereinafter referred to as "ASSIGNEE"), is desirous of securing the entire right, title, and interest in and to these inventions, the applications for United States Letters Patent on these inventions, the PCT patent application, and any and all Letters Patents to be issued upon these applications in the United States and in any foreign countries.

NOW THEREFORE, be it known that, for the sum of \$1.00 in hand paid, and other good and valuable consideration, the receipt and sufficiency of which from ASSIGNEE is hereby acknowledged, we, as ASSIGNORS, have sold, assigned, transferred, and set over, and do hereby sell, assign, transfer, and set over unto the ASSIGNEE, its lawful successors and assigns, our entire right, title, and interest in and to these inventions and these applications, and all

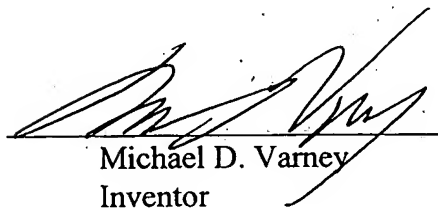
SOLE/JOINT INVENTION
(Worldwide)

Atty Docket No.: 1074.0115-00
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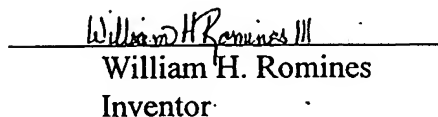
divisions and continuations thereof, and all Letters Patents of the United States which may be granted thereon, and all reissues thereof; and all rights to claim priority on the basis of such applications, and all applications for Letters Patent which are currently or may hereafter be filed for these inventions in any foreign country, and all Letters Patents which are currently or may hereafter be granted on these inventions in any foreign country, and all renewals, extensions, and reissues thereof, and we hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any foreign country whose duty it is to issue patents on applications as described above, to issue all Letters Patents for these inventions to ASSIGNEE, its successors and assigns, in accordance with the terms of this ASSIGNMENT;

AND, WE HEREBY further covenant and agree that we will, without further consideration, communicate with ASSIGNEE, its successors and assigns, any facts known to us respecting these inventions, testify in any legal proceeding, sign all lawful papers when called upon to do so, execute and deliver all papers that may be necessary or desirable to perfect the title to these inventions in said ASSIGNEE, its successors and assigns, execute all divisional, continuation, and reissue applications, make all rightful oaths, and generally do everything possible to aid ASSIGNEE, its successors and assigns, to obtain and enforce proper patent protection for these inventions in the United States and all foreign countries, it being understood that any expense incident to the execution of such papers shall be borne by the ASSIGNEE, its successors and assigns.

IN TESTIMONY WHEREOF, I have hereunto set my hand.


Michael D. Varney
Inventor

Date: 9/30/97


William H. Romines
Inventor

Date: 09-30-97

SOLE/JOINT INVENTION
(Worldwide)

Atty Docket No.: 1074.0115-00

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Cynthia L. Palmer

Cynthia L. Palmer

Inventor

Date: 10/1/97

Judith G. Deal

Judith G. Deal

Inventor

Date: Sept 30, 1997